David H. Ben-Asher, Esq. (DV3242) RABNER, ALLCORN, BAUMGART & BEN-ASHER, P.C. 2 Upper Montclair Plaza Montclair, New Jersey 07043 (973) 744-4000

Marc A. Susswein, Esq. LIDDLE & ROBINSON, L.L.P. 800 Third Avenue New York, New York 10022 (212) 687-8500

Attorneys for Plaintiffs Robert Waas and Robert Germano

Douglas S. Eakeley Scott L. Walker LOWENSTEIN SANDLER, P.C. 65 Livingston Avenue Roseland, New Jersey 07068

Thomas J. Kavaler (admitted pro hac vice) Janet A. Beer (admitted pro hac vice) CAHILL GORDON & REINDEL LLP 80 Pine Street New York, NY 10005

Attorneys for Defendants Prudential Financial, Inc., Prudential Investment Management, Inc., and Prudential Investment Services, LLC

UNITED STATES DISTRICT COURT FOR THE DISTRICT OF NEW JERSEY

	x :
ROBERT WAAS AND ROBERT GERMANO,	:
Plaintiffs,	:
- against -	67 - 1714 Civil Action No. 1 :33-av-00001
Prudential Financial, Inc., Prudential Investment Management, Inc., and Prudential Investment Services, Inc.,	: : :
Defendants.	; ; ;

STIPULATION

IT IS HEREBY STIPULATED AND AGREED by and between the parties to this action through their counsel of record that this action is hereby dismissed in its entirety with prejudice. Each party shall bear its own costs, disbursements, expenses and attorneys' fees. The parties to this Stipulation agree to the entry of final judgment in conformity herewith.

Dated: New York, New York June 24, 2008

CAHILL GORDON & REINDEL LLP

By:
Thomas J. Kavaler (admitted pro hac vice)
Janet A. Beer (admitted pro hac vice)
So Pine Street

New York, New York 10005-1702

(212) 701-3000

Attorneys for Defendants Prudential Financial, Inc., Prudential Investment Management, Inc., and Prudential Investment Services, LLC LIDDLE & ROBINSON, L

Marc A. Susswein, Esq.

800 Third Avenue New York, New York 10022 (212) 687-8500

Attorneys for Plaintiffs Robert Waas and Robert Germano

So Ordered:

Dennis M. Cavanaugh U.S. District Judge